

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE STILLWATER CAPITAL
PARTNERS INC. LITIGATION

This Document Relates to:

ALL ACTIONS

Case No. 11 Civ. 2737 (SAS)

ECF CASE

**DECLARATION OF GREGORY B. LINKH IN OPPOSITION
TO DEFENDANTS' MOTIONS TO DISMISS THE AMENDED COMPLAINT**

I am a attorney at Murray Frank LLP, Interim Co-Lead Counsel in the above-captioned consolidated action, and am admitted to practice in this District. I hereby declare, under penalty of perjury, as follows:

1. Attached as Exhibit A hereto is a true and correct copy of the Brief for the Attorney General of the State of New York as Amicus Curiae in *Assured Guar. (UK) Ltd. v. J.P. Morgan Inv. Mgmt., Inc.*, 603755/08 (App. Div. 1st Dept).

2. Attached as Exhibit B hereto is a true and correct copy of the Brief for the Attorney General of the State of New York as Amicus Curiae in *CMMF, LLC v. J.P. Morgan Inv. Mgmt., Inc.*, 601924/09 (App. Div. 1st Dept).


3. Attached as Exhibit C hereto is a true and correct copy of the Agreement and Plan of Merger, attached to Gerova's January 7, 2010 Form 6-K.

4. Attached as Exhibit D hereto is a true and correct copy of a research report issued by Dalrymple Finance LLC, dated January 10, 2011.

5. Attached as Exhibit E hereto is a true and correct copy of the Investment Management Agreement, attached to Gerova's January 26, 2010 Form 6-K.

The foregoing is, to the best of my knowledge, true and correct.

Dated November 18, 2011
New York, New York


Gregory B. Linkh (GL 0477)
Email: glinkh@murrayfrank.com

CERTIFICATE OF SERVICE

I am an attorney admitted to practice in this district. I declare, under penalty of perjury, that on November 18, 2011, I caused true and correct copies of the foregoing document and this certificate of service to be delivered via ECF and FEDEX, postage prepaid, to the following parties:

Alex M. Weingarten, Esq.
Ethan J. Brown, Esq.
Spillane Weingarten LLP
10866 Wilshire Blvd., Suite 500
Los Angeles, CA 90024

*Attorneys for Defendant Gerova Financial
Group, Ltd. and Joseph Bianco*

Arthur G. Jakoby, Esq.
David M. Rosenfield, Esq.
Christopher P. Greeley, Esq.
Herrick, Feinstein LLP
2 Park Avenue
New York, NY 10016

*Attorneys for Defendants Stillwater Capital
Partners, Inc., Stillwater Capital Partners
LLC, Jack Doueck, and Richard Rudy*

Caryn G. Schectman, Esq.
Josh S. Sohn, Esq.
DLA Piper LLP
1251 Avenue of the Americas
New York, NY 10020

Attorneys for Defendant Gary T. Hirst

Edward Patrick Boyle, Esq.
Lawrence Henry Cooke, II, Esq.
Michael C. Hartmere, Esq.
Venable LLP
1270 Ave of the Americas, 25th Floor
New York, NY 10020

*Attorneys for Defendant Net Five Holdings
LLC*

Michael Hlavsa
2161 SW 35th Avenue
Ft. Lauderdale, FL 33312

Pro Se Defendant

/s/ Gregory B. Linkh
Gregory B. Linkh